Form 5500

Department of the Treasury
Internal Revenue Service

Department of Labor
Employee Benefits Security Administration

Pension Benefit Guaranty Corporation

Annual Return/Report of Employee Benefit Plan

This form is required to be filed for employee benefit plans under sections 104 and 4065 of the Employee Retirement Income Security Act of 1974 (ERISA) and sections 6047(e), 6057(b), and 6058(a) of the Internal Revenue Code (the Code).

▶ **Complete all entries in accordance with the instructions to the Form 5500.**

OMB Nos. 1210-0110
1210-0089

2011

This Form is Open to Public Inspection

Part I Annual Report Identification Information

For calendar plan year 2011 or fiscal plan year beginning 01/01/2011 and ending 12/31/2011

A This return/report is for:
- [ ] a multiemployer plan;
- [ ] a multiple-employer plan; or
- [X] a single-employer plan;
- [ ] a DFE (specify) ____

B This return/report is:
- [ ] the first return/report;
- [ ] the final return/report;
- [ ] an amended return/report;
- [ ] a short plan year return/report (less than 12 months).

C If the plan is a collectively-bargained plan, check here. . . . . ▶ [ ]

D Check box if filing under:
- [X] Form 5558;
- [ ] automatic extension;
- [ ] the DFVC program;
- [ ] special extension (enter description)

Part II Basic Plan Information—enter all requested information

1a Name of plan
G2 SOFTWARE SYSTEMS, INC. RETIREMENT PLAN

1b Three-digit plan number (PN) ▶ 001

1c Effective date of plan 01/01/1992

2a Plan sponsor's name and address, including room or suite number (Employer, if for single-employer plan)

G2 SOFTWARE SYSTEMS, INC.

4250 PACIFIC HIGHWAY, SUITE 125
SAN DIEGO, CA 92110

2b Employer Identification Number (EIN)
33-0454802

2c Sponsor's telephone number
619-222-8025

2d Business code (see instructions)
541511

Caution: A penalty for the late or incomplete filing of this return/report will be assessed unless reasonable cause is established.

Under penalties of perjury and other penalties set forth in the instructions, I declare that I have examined this return/report, including accompanying schedules, statements and attachments, as well as the electronic version of this return/report, and to the best of my knowledge and belief, it is true, correct, and complete.

SIGN HERE	Filed with authorized/valid electronic signature.	10/12/2012	BILL LONG
	Signature of plan administrator	Date	Enter name of individual signing as plan administrator
SIGN HERE			
	Signature of employer/plan sponsor	Date	Enter name of individual signing as employer or plan sponsor
SIGN HERE			
	Signature of DFE	Date	Enter name of individual signing as DFE

3a Plan administrator's name and address (if same as plan sponsor, enter "Same")
G2 SOFTWARE SYSTEMS, INC.

4250 PACIFIC HIGHWAY, SUITE 125
SAN DIEGO, CA 92110

3b Administrator's EIN
33-0454802

3c Administrator's telephone number
619-222-8025

4 If the name and/or EIN of the plan sponsor has changed since the last return/report filed for this plan, enter the name, EIN and the plan number from the last return/report:

a Sponsor's name

4b EIN

4c PN

5	Total number of participants at the beginning of the plan year	**5**	140
6	Number of participants as of the end of the plan year (welfare plans complete only lines **6a, 6b, 6c,** and **6d**).		
a	Active participants	**6a**	129
b	Retired or separated participants receiving benefits	**6b**	0
c	Other retired or separated participants entitled to future benefits	**6c**	12
d	Subtotal. Add lines **6a**, **6b**, and **6c**	**6d**	141
e	Deceased participants whose beneficiaries are receiving or are entitled to receive benefits	**6e**	0
f	Total. Add lines **6d** and **6e**	**6f**	141
g	Number of participants with account balances as of the end of the plan year (only defined contribution plans complete this item)	**6g**	122
h	Number of participants that terminated employment during the plan year with accrued benefits that were less than 100% vested	**6h**	0
7	Enter the total number of employers obligated to contribute to the plan (only multiemployer plans complete this item)	**7**	

8a If the plan provides pension benefits, enter the applicable pension feature codes from the List of Plan Characteristic Codes in the instructions:
2E 2F 2G 2J 3D

b If the plan provides welfare benefits, enter the applicable welfare feature codes from the List of Plan Characteristic Codes in the instructions:

9a Plan funding arrangement (check all that apply)

(1)	X	Insurance
(2)		Code section 412(e)(3) insurance contracts
(3)	X	Trust
(4)		General assets of the sponsor

9b Plan benefit arrangement (check all that apply)

(1)		Insurance
(2)		Code section 412(e)(3) insurance contracts
(3)	X	Trust
(4)		General assets of the sponsor

10 Check all applicable boxes in 10a and 10b to indicate which schedules are attached, and, where indicated, enter the number attached. (See instructions)

a Pension Schedules

(1)	X	**R** (Retirement Plan Information)
(2)		**MB** (Multiemployer Defined Benefit Plan and Certain Money Purchase Plan Actuarial Information) - signed by the plan actuary
(3)		**SB** (Single-Employer Defined Benefit Plan Actuarial Information) - signed by the plan actuary

b General Schedules

(1)	X		**H** (Financial Information)
(2)			**I** (Financial Information – Small Plan)
(3)	X	1	**A** (Insurance Information)
(4)	X		**C** (Service Provider Information)
(5)	X		**D** (DFE/Participating Plan Information)
(6)			**G** (Financial Transaction Schedules)

SCHEDULE A (Form 5500)

Department of the Treasury
Internal Revenue Service

Department of Labor
Employee Benefits Security Administration

Pension Benefit Guaranty Corporation

Insurance Information

This schedule is required to be filed under section 104 of the Employee Retirement Income Security Act of 1974 (ERISA).

▶ **File as an attachment to Form 5500.**

▶ Insurance companies are required to provide the information pursuant to ERISA section 103(a)(2).

OMB No. 1210-0110

2011

This Form is Open to Public Inspection

For calendar plan year 2011 or fiscal plan year beginning 01/01/2011 and ending 12/31/2011

A Name of plan
G2 SOFTWARE SYSTEMS, INC. RETIREMENT PLAN

B Three-digit plan number (PN) ▶ 001

C Plan sponsor's name as shown on line 2a of Form 5500
G2 SOFTWARE SYSTEMS, INC.

D Employer Identification Number (EIN)
33-0454802

Part I **Information Concerning Insurance Contract Coverage, Fees, and Commissions** Provide information for each contract on a separate Schedule A. Individual contracts grouped as a unit in Parts II and III can be reported on a single Schedule A.

1 Coverage Information:

(a) Name of insurance carrier
NATIONWIDE LIFE INSURANCE COMPANY

(b) EIN	(c) NAIC code	(d) Contract or identification number	(e) Approximate number of persons covered at end of policy or contract year	Policy or contract year	
				(f) From	(g) To
31-4156830	66869	164-00225	122	01/01/2010	12/31/2010

2 Insurance fee and commission information. Enter the total fees and total commissions paid. List in item 3 the agents, brokers, and other persons in descending order of the amount paid.

(a) Total amount of commissions paid	(b) Total amount of fees paid
28407	7102

3 Persons receiving commissions and fees. (Complete as many entries as needed to report all persons).

(a) Name and address of the agent, broker, or other person to whom commissions or fees were paid
WELLS FARGO ADVISORS, LLC
401 S TRYON STREET, 19TH FL
CHARLOTTE, NC 28288-1207

(b) Amount of sales and base commissions paid	Fees and other commissions paid		
	(c) Amount	(d) Purpose	(e) Organization code
28407			7

(a) Name and address of the agent, broker, or other person to whom commissions or fees were paid
COMPLETE PENSION SERVICES
5628 COPLEY DRIVE
SAN DIEGO, CA 92111

(b) Amount of sales and base commissions paid	Fees and other commissions paid		
	(c) Amount	(d) Purpose	(e) Organization code
	7102	TPA FEES	5

(a) Name and address of the agent, broker, or other person to whom commissions or fees were paid

(b) Amount of sales and base commissions paid	Fees and other commissions paid		**(e)** Organization code
	(c) Amount	**(d)** Purpose	

(a) Name and address of the agent, broker, or other person to whom commissions or fees were paid

(b) Amount of sales and base commissions paid	Fees and other commissions paid		**(e)** Organization code
	(c) Amount	**(d)** Purpose	

(a) Name and address of the agent, broker, or other person to whom commissions or fees were paid

(b) Amount of sales and base commissions paid	Fees and other commissions paid		**(e)** Organization code
	(c) Amount	**(d)** Purpose	

(a) Name and address of the agent, broker, or other person to whom commissions or fees were paid

(b) Amount of sales and base commissions paid	Fees and other commissions paid		**(e)** Organization code
	(c) Amount	**(d)** Purpose	

(a) Name and address of the agent, broker, or other person to whom commissions or fees were paid

(b) Amount of sales and base commissions paid	Fees and other commissions paid		**(e)** Organization code
	(c) Amount	**(d)** Purpose	

Part II Investment and Annuity Contract Information

Where individual contracts are provided, the entire group of such individual contracts with each carrier may be treated as a unit for purposes of this report.

4	Current value of plan's interest under this contract in the general account at year end	4	151912
5	Current value of plan's interest under this contract in separate accounts at year end	5	7123089

6 Contracts With Allocated Funds:

a State the basis of premium rates ▶

b	Premiums paid to carrier	6b	
c	Premiums due but unpaid at the end of the year	6c	
d	If the carrier, service, or other organization incurred any specific costs in connection with the acquisition or retention of the contract or policy, enter amount.	6d	

Specify nature of costs ▶

e Type of contract: (1) ☐ individual policies (2) ☐ group deferred annuity

(3) ☐ other (specify) ▶

f If contract purchased, in whole or in part, to distribute benefits from a terminating plan check here ▶ ☐

7 Contracts With Unallocated Funds (Do not include portions of these contracts maintained in separate accounts)

a Type of contract: (1) ☐ deposit administration (2) ☐ immediate participation guarantee

(3) ☒ guaranteed investment (4) ☐ other ▶

b	Balance at the end of the previous year			7b	368717
c	Additions: (1) Contributions deposited during the year	7c(1)	35325		
	(2) Dividends and credits	7c(2)	0		
	(3) Interest credited during the year	7c(3)	1157		
	(4) Transferred from separate account	7c(4)			
	(5) Other (specify below)	7c(5)	7670		
	▶ LOAN REPAY				
	(6) Total additions			7c(6)	44152
d	Total of balance and additions (add **b** and **c(6)**).			7d	412869
e	Deductions:				
	(1) Disbursed from fund to pay benefits or purchase annuities during year	7e(1)	130326		
	(2) Administration charge made by carrier	7e(2)	52		
	(3) Transferred to separate account	7e(3)	130579		
	(4) Other (specify below)	7e(4)			
	▶				
	(5) Total deductions			7e(5)	260957
f	Balance at the end of the current year (subtract **e(5)** from **d**)			7f	151912

Part III Welfare Benefit Contract Information

If more than one contract covers the same group of employees of the same employer(s) or members of the same employee organizations(s), the information may be combined for reporting purposes if such contracts are experience-rated as a unit. Where contracts cover individual employees, the entire group of such individual contracts with each carrier may be treated as a unit for purposes of this report.

8 Benefit and contract type (check all applicable boxes)

a ☐ Health (other than dental or vision) **b** ☐ Dental **c** ☐ Vision **d** ☐ Life insurance
e ☐ Temporary disability (accident and sickness) **f** ☐ Long-term disability **g** ☐ Supplemental unemployment **h** ☐ Prescription drug
i ☐ Stop loss (large deductible) **j** ☐ HMO contract **k** ☐ PPO contract **l** ☐ Indemnity contract
m ☐ Other (specify) ▶

9 Experience-rated contracts:				
a Premiums: (1) Amount received	**9a(1)**			
(2) Increase (decrease) in amount due but unpaid	**9a(2)**			
(3) Increase (decrease) in unearned premium reserve	**9a(3)**			
(4) Earned (**(1)** + **(2)** - **(3)**)			**9a(4)**	0
b Benefit charges (1) Claims paid	**9b(1)**			
(2) Increase (decrease) in claim reserves	**9b(2)**			
(3) Incurred claims (add **(1)** and **(2)**)			**9b(3)**	0
(4) Claims charged			**9b(4)**	
c Remainder of premium: (1) Retention charges (on an accrual basis) --				
(A) Commissions	**9c(1)(A)**			
(B) Administrative service or other fees	**9c(1)(B)**			
(C) Other specific acquisition costs	**9c(1)(C)**			
(D) Other expenses	**9c(1)(D)**			
(E) Taxes	**9c(1)(E)**			
(F) Charges for risks or other contingencies	**9c(1)(F)**			
(G) Other retention charges	**9c(1)(G)**			
(H) Total retention			**9c(1)(H)**	0
(2) Dividends or retroactive rate refunds. (These amounts were ☐ paid in cash, or ☐ credited.)			**9c(2)**	
d Status of policyholder reserves at end of year: (1) Amount held to provide benefits after retirement			**9d(1)**	
(2) Claim reserves			**9d(2)**	
(3) Other reserves			**9d(3)**	
e Dividends or retroactive rate refunds due. (Do not include amount entered in **c(2)**.)			**9e**	
10 Nonexperience-rated contracts:				
a Total premiums or subscription charges paid to carrier			**10a**	
b If the carrier, service, or other organization incurred any specific costs in connection with the acquisition or retention of the contract or policy, other than reported in Part I, item 2 above, report amount.			**10b**	

Specify nature of costs ▶

Part IV Provision of Information

11 Did the insurance company fail to provide any information necessary to complete Schedule A? ☐ Yes ☒ No

12 If the answer to line 11 is "Yes," specify the information not provided. ▶

SCHEDULE C (Form 5500)	Service Provider Information	OMB No. 1210-0110
Department of the Treasury Internal Revenue Service Department of Labor Employee Benefits Security Administration Pension Benefit Guaranty Corporation	This schedule is required to be filed under section 104 of the Employee Retirement Income Security Act of 1974 (ERISA). ▶ **File as an attachment to Form 5500.**	**2011** **This Form is Open to Public Inspection.**

For calendar plan year 2011 or fiscal plan year beginning 01/01/2011 and ending 12/31/2011

A Name of plan
G2 SOFTWARE SYSTEMS, INC. RETIREMENT PLAN

B Three-digit plan number (PN) ▶ 001

C Plan sponsor's name as shown on line 2a of Form 5500
G2 SOFTWARE SYSTEMS, INC.

D Employer Identification Number (EIN)
33-0454802

Part I Service Provider Information (see instructions)

You must complete this Part, in accordance with the instructions, to report the information required for **each person** who received, directly or indirectly, $5,000 or more in total compensation (i.e., money or anything else of monetary value) in connection with services rendered to the plan or the person's position with the plan during the plan year. If a person received **only** eligible indirect compensation for which the plan received the required disclosures, you are required to answer line 1 but are not required to include that person when completing the remainder of this Part.

1 Information on Persons Receiving Only Eligible Indirect Compensation

a Check "Yes" or "No" to indicate whether you are excluding a person from the remainder of this Part because they received only eligible indirect compensation for which the plan received the required disclosures (see instructions for definitions and conditions).. . . . . ☐ Yes ☒ No

b If you answered line 1a "Yes," enter the name and EIN or address of each person providing the required disclosures for the service providers who received only eligible indirect compensation. Complete as many entries as needed (see instructions).

(b) Enter name and EIN or address of person who provided you disclosures on eligible indirect compensation

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(b) Enter name and EIN or address of person who provided you disclosures on eligible indirect compensation

2. Information on Other Service Providers Receiving Direct or Indirect Compensation. Except for those persons for whom you answered "Yes" to line 1a above, complete as many entries as needed to list each person receiving, directly or indirectly, $5,000 or more in total compensation (i.e., money or anything else of value) in connection with services rendered to the plan or their position with the plan during the plan year. (See instructions).

(a) Enter name and EIN or address (see instructions)

WELLS FARGO ADVISORS

401 S TRYON STREET
CHARLOTTE, NC 28288

33-0112654

(b) Service Code(s)	(c) Relationship to employer, employee organization, or person known to be a party-in-interest	(d) Enter direct compensation paid by the plan. If none, enter -0-.	(e) Did service provider receive indirect compensation? (sources other than plan or plan sponsor)	(f) Did indirect compensation include eligible indirect compensation, for which the plan received the required disclosures?	(g) Enter total indirect compensation received by service provider excluding eligible indirect compensation for which you answered "Yes" to element (f). If none, enter -0-.	(h) Did the service provider give you a formula instead of an amount or estimated amount?
26 27	BROKER	0	Yes [X] No [ ]	Yes [X] No [ ]	28408	Yes [ ] No [X]

(a) Enter name and EIN or address (see instructions)

(b) Service Code(s)	(c) Relationship to employer, employee organization, or person known to be a party-in-interest	(d) Enter direct compensation paid by the plan. If none, enter -0-.	(e) Did service provider receive indirect compensation? (sources other than plan or plan sponsor)	(f) Did indirect compensation include eligible indirect compensation, for which the plan received the required disclosures?	(g) Enter total indirect compensation received by service provider excluding eligible indirect compensation for which you answered "Yes" to element (f). If none, enter -0-.	(h) Did the service provider give you a formula instead of an amount or estimated amount?
			Yes [ ] No [ ]	Yes [ ] No [ ]		Yes [ ] No [ ]

(a) Enter name and EIN or address (see instructions)

(b) Service Code(s)	(c) Relationship to employer, employee organization, or person known to be a party-in-interest	(d) Enter direct compensation paid by the plan. If none, enter -0-.	(e) Did service provider receive indirect compensation? (sources other than plan or plan sponsor)	(f) Did indirect compensation include eligible indirect compensation, for which the plan received the required disclosures?	(g) Enter total indirect compensation received by service provider excluding eligible indirect compensation for which you answered "Yes" to element (f). If none, enter -0-.	(h) Did the service provider give you a formula instead of an amount or estimated amount?
			Yes [ ] No [ ]	Yes [ ] No [ ]		Yes [ ] No [ ]

2. Information on Other Service Providers Receiving Direct or Indirect Compensation. Except for those persons for whom you answered "Yes" to line 1a above, complete as many entries as needed to list each person receiving, directly or indirectly, $5,000 or more in total compensation (i.e., money or anything else of value) in connection with services rendered to the plan or their position with the plan during the plan year. (See instructions).

(a) Enter name and EIN or address (see instructions)

(b) Service Code(s)	(c) Relationship to employer, employee organization, or person known to be a party-in-interest	(d) Enter direct compensation paid by the plan. If none, enter -0-.	(e) Did service provider receive indirect compensation? (sources other than plan or plan sponsor)	(f) Did indirect compensation include eligible indirect compensation, for which the plan received the required disclosures?	(g) Enter total indirect compensation received by service provider excluding eligible indirect compensation for which you answered "Yes" to element (f). If none, enter -0-.	(h) Did the service provider give you a formula instead of an amount or estimated amount?
			Yes ☐ No ☐	Yes ☐ No ☐		Yes ☐ No ☐

(a) Enter name and EIN or address (see instructions)

(b) Service Code(s)	(c) Relationship to employer, employee organization, or person known to be a party-in-interest	(d) Enter direct compensation paid by the plan. If none, enter -0-.	(e) Did service provider receive indirect compensation? (sources other than plan or plan sponsor)	(f) Did indirect compensation include eligible indirect compensation, for which the plan received the required disclosures?	(g) Enter total indirect compensation received by service provider excluding eligible indirect compensation for which you answered "Yes" to element (f). If none, enter -0-.	(h) Did the service provider give you a formula instead of an amount or estimated amount?
			Yes ☐ No ☐	Yes ☐ No ☐		Yes ☐ No ☐

(a) Enter name and EIN or address (see instructions)

(b) Service Code(s)	(c) Relationship to employer, employee organization, or person known to be a party-in-interest	(d) Enter direct compensation paid by the plan. If none, enter -0-.	(e) Did service provider receive indirect compensation? (sources other than plan or plan sponsor)	(f) Did indirect compensation include eligible indirect compensation, for which the plan received the required disclosures?	(g) Enter total indirect compensation received by service provider excluding eligible indirect compensation for which you answered "Yes" to element (f). If none, enter -0-.	(h) Did the service provider give you a formula instead of an amount or estimated amount?
			Yes ☐ No ☐	Yes ☐ No ☐		Yes ☐ No ☐

Part I Service Provider Information (continued)

3 If you reported on line 2 receipt of indirect compensation, other than eligible indirect compensation, by a service provider, and the service provider is a fiduciary or provides contract administrator, consulting, custodial, investment advisory, investment management, broker, or recordkeeping services, answer the following questions for (a) each source from whom the service provider received $1,000 or more in indirect compensation and (b) each source for whom the service provider gave you a formula used to determine the indirect compensation instead of an amount or estimated amount of the indirect compensation. Complete as many entries as needed to report the required information for each source.

(a) Enter service provider name as it appears on line 2	**(b)** Service Codes (see instructions)	**(c)** Enter amount of indirect compensation
(d) Enter name and EIN (address) of source of indirect compensation	**(e)** Describe the indirect compensation, including any formula used to determine the service provider's eligibility for or the amount of the indirect compensation.	

(a) Enter service provider name as it appears on line 2	**(b)** Service Codes (see instructions)	**(c)** Enter amount of indirect compensation
(d) Enter name and EIN (address) of source of indirect compensation	**(e)** Describe the indirect compensation, including any formula used to determine the service provider's eligibility for or the amount of the indirect compensation.	

(a) Enter service provider name as it appears on line 2	**(b)** Service Codes (see instructions)	**(c)** Enter amount of indirect compensation
(d) Enter name and EIN (address) of source of indirect compensation	**(e)** Describe the indirect compensation, including any formula used to determine the service provider's eligibility for or the amount of the indirect compensation.	

Part II Service Providers Who Fail or Refuse to Provide Information

4 Provide, to the extent possible, the following information for each service provider who failed or refused to provide the information necessary to complete this Schedule.

(a) Enter name and EIN or address of service provider (see instructions)	**(b)** Nature of Service Code(s)	**(c)** Describe the information that the service provider failed or refused to provide

(a) Enter name and EIN or address of service provider (see instructions)	**(b)** Nature of Service Code(s)	**(c)** Describe the information that the service provider failed or refused to provide

(a) Enter name and EIN or address of service provider (see instructions)	**(b)** Nature of Service Code(s)	**(c)** Describe the information that the service provider failed or refused to provide

(a) Enter name and EIN or address of service provider (see instructions)	**(b)** Nature of Service Code(s)	**(c)** Describe the information that the service provider failed or refused to provide

(a) Enter name and EIN or address of service provider (see instructions)	**(b)** Nature of Service Code(s)	**(c)** Describe the information that the service provider failed or refused to provide

(a) Enter name and EIN or address of service provider (see instructions)	**(b)** Nature of Service Code(s)	**(c)** Describe the information that the service provider failed or refused to provide

Part III Termination Information on Accountants and Enrolled Actuaries (see instructions)

(complete as many entries as needed)

a	Name:	**b** EIN:
c	Position:	
d	Address:	**e** Telephone:

Explanation:

a	Name:	**b** EIN:
c	Position:	
d	Address:	**e** Telephone:

Explanation:

a	Name:	**b** EIN:
c	Position:	
d	Address:	**e** Telephone:

Explanation:

a	Name:	**b** EIN:
c	Position:	
d	Address:	**e** Telephone:

Explanation:

a	Name:	**b** EIN:
c	Position:	
d	Address:	**e** Telephone:

Explanation:

SCHEDULE D (Form 5500)

Department of the Treasury
Internal Revenue Service

Department of Labor
Employee Benefits Security Administration

DFE/Participating Plan Information

This schedule is required to be filed under section 104 of the Employee Retirement Income Security Act of 1974 (ERISA).

▶ **File as an attachment to Form 5500.**

OMB No. 1210-0110

2011

This Form is Open to Public Inspection.

For calendar plan year 2011 or fiscal plan year beginning 01/01/2011 and ending 12/31/2011

A Name of plan
G2 SOFTWARE SYSTEMS, INC. RETIREMENT PLAN

B Three-digit plan number (PN) ▶ 001

C Plan or DFE sponsor's name as shown on line 2a of Form 5500
G2 SOFTWARE SYSTEMS, INC.

D Employer Identification Number (EIN)
33-0454802

Part I **Information on interests in MTIAs, CCTs, PSAs, and 103-12 IEs (to be completed by plans and DFEs)**
(Complete as many entries as needed to report all interests in DFEs)

a Name of MTIA, CCT, PSA, or 103-12 IE: NATIONWIDE QUALIFIED PLANS VAR/ACCT

b Name of sponsor of entity listed in (a): NATIONWIDE LIFE INSURANCE COMPANY

c EIN-PN	**d** Entity code	**e** Dollar value of interest in MTIA, CCT, PSA, or 103 12 IE at end of year (see instructions)
31-4156830-009	P	7123089

a Name of MTIA, CCT, PSA, or 103-12 IE:

b Name of sponsor of entity listed in (a):

c EIN-PN	**d** Entity code	**e** Dollar value of interest in MTIA, CCT, PSA, or 103 12 IE at end of year (see instructions)

a Name of MTIA, CCT, PSA, or 103-12 IE:

b Name of sponsor of entity listed in (a):

c EIN-PN	**d** Entity code	**e** Dollar value of interest in MTIA, CCT, PSA, or 103- 12 IE at end of year (see instructions)

a Name of MTIA, CCT, PSA, or 103-12 IE:

b Name of sponsor of entity listed in (a):

c EIN-PN	**d** Entity code	**e** Dollar value of interest in MTIA, CCT, PSA, or 103- 12 IE at end of year (see instructions)

a Name of MTIA, CCT, PSA, or 103-12 IE:

b Name of sponsor of entity listed in (a):

c EIN-PN	**d** Entity code	**e** Dollar value of interest in MTIA, CCT, PSA, or 103- 12 IE at end of year (see instructions)

a Name of MTIA, CCT, PSA, or 103-12 IE:

b Name of sponsor of entity listed in (a):

c EIN-PN	**d** Entity code	**e** Dollar value of interest in MTIA, CCT, PSA, or 103- 12 IE at end of year (see instructions)

a Name of MTIA, CCT, PSA, or 103-12 IE:

b Name of sponsor of entity listed in (a):

c EIN-PN	**d** Entity code	**e** Dollar value of interest in MTIA, CCT, PSA, or 103- 12 IE at end of year (see instructions)

a Name of MTIA, CCT, PSA, or 103-12 IE:

b Name of sponsor of entity listed in (a):

c EIN-PN	**d** Entity code	**e** Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions)

a Name of MTIA, CCT, PSA, or 103-12 IE:

b Name of sponsor of entity listed in (a):

c EIN-PN	**d** Entity code	**e** Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions)

a Name of MTIA, CCT, PSA, or 103-12 IE:

b Name of sponsor of entity listed in (a):

c EIN-PN	**d** Entity code	**e** Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions)

a Name of MTIA, CCT, PSA, or 103-12 IE:

b Name of sponsor of entity listed in (a):

c EIN-PN	**d** Entity code	**e** Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions)

a Name of MTIA, CCT, PSA, or 103-12 IE:

b Name of sponsor of entity listed in (a):

c EIN-PN	**d** Entity code	**e** Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions)

a Name of MTIA, CCT, PSA, or 103-12 IE:

b Name of sponsor of entity listed in (a):

c EIN-PN	**d** Entity code	**e** Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions)

a Name of MTIA, CCT, PSA, or 103-12 IE:

b Name of sponsor of entity listed in (a):

c EIN-PN	**d** Entity code	**e** Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions)

a Name of MTIA, CCT, PSA, or 103-12 IE:

b Name of sponsor of entity listed in (a):

c EIN-PN	**d** Entity code	**e** Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions)

a Name of MTIA, CCT, PSA, or 103-12 IE:

b Name of sponsor of entity listed in (a):

c EIN-PN	**d** Entity code	**e** Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions)

a Name of MTIA, CCT, PSA, or 103-12 IE:

b Name of sponsor of entity listed in (a):

c EIN-PN	**d** Entity code	**e** Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions)

a Name of MTIA, CCT, PSA, or 103-12 IE:

b Name of sponsor of entity listed in (a):

c EIN-PN	**d** Entity code	**e** Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions)

Part II Information on Participating Plans (to be completed by DFEs)

(Complete as many entries as needed to report all participating plans)

a Plan name	
b Name of plan sponsor	**c** EIN-PN
a Plan name	
b Name of plan sponsor	**c** EIN-PN
a Plan name	
b Name of plan sponsor	**c** EIN-PN
a Plan name	
b Name of plan sponsor	**c** EIN-PN
a Plan name	
b Name of plan sponsor	**c** EIN-PN
a Plan name	
b Name of plan sponsor	**c** EIN-PN
a Plan name	
b Name of plan sponsor	**c** EIN-PN
a Plan name	
b Name of plan sponsor	**c** EIN-PN
a Plan name	
b Name of plan sponsor	**c** EIN-PN
a Plan name	
b Name of plan sponsor	**c** EIN-PN
a Plan name	
b Name of plan sponsor	**c** EIN-PN
a Plan name	
b Name of plan sponsor	**c** EIN-PN

SCHEDULE H (Form 5500)

Department of the Treasury
Internal Revenue Service

Department of Labor
Employee Benefits Security Administration

Pension Benefit Guaranty Corporation

Financial Information

This schedule is required to be filed under section 104 of the Employee Retirement Income Security Act of 1974 (ERISA), and section 6058(a) of the Internal Revenue Code (the Code).

▶ **File as an attachment to Form 5500.**

OMB No. 1210-0110

2011

This Form is Open to Public Inspection

For calendar plan year 2011 or fiscal plan year beginning 01/01/2011 and ending 12/31/2011

A Name of plan
G2 SOFTWARE SYSTEMS, INC. RETIREMENT PLAN

B Three-digit plan number (PN) ▶ 001

C Plan sponsor's name as shown on line 2a of Form 5500
G2 SOFTWARE SYSTEMS, INC.

D Employer Identification Number (EIN)
33-0454802

Part I Asset and Liability Statement

1 Current value of plan assets and liabilities at the beginning and end of the plan year. Combine the value of plan assets held in more than one trust. Report the value of the plan's interest in a commingled fund containing the assets of more than one plan on a line-by-line basis unless the value is reportable on lines 1c(9) through 1c(14). Do not enter the value of that portion of an insurance contract which guarantees, during this plan year, to pay a specific dollar benefit at a future date. **Round off amounts to the nearest dollar.** MTIAs, CCTs, PSAs, and 103-12 IEs do not complete lines 1b(1), 1b(2), 1c(8), 1g, 1h, and 1i. CCTs, PSAs, and 103-12 IEs also do not complete lines 1d and 1e. See instructions.

Assets		(a) Beginning of Year	(b) End of Year
a Total noninterest-bearing cash	1a		
b Receivables (less allowance for doubtful accounts):			
(1) Employer contributions	1b(1)		
(2) Participant contributions	1b(2)		
(3) Other	1b(3)		
c General investments:			
(1) Interest-bearing cash (include money market accounts & certificates of deposit)	1c(1)		
(2) U.S. Government securities	1c(2)		
(3) Corporate debt instruments (other than employer securities):			
(A) Preferred	1c(3)(A)		
(B) All other	1c(3)(B)		
(4) Corporate stocks (other than employer securities):			
(A) Preferred	1c(4)(A)		
(B) Common	1c(4)(B)		
(5) Partnership/joint venture interests	1c(5)		
(6) Real estate (other than employer real property)	1c(6)		
(7) Loans (other than to participants)	1c(7)		
(8) Participant loans	1c(8)	72435	76649
(9) Value of interest in common/collective trusts	1c(9)		
(10) Value of interest in pooled separate accounts	1c(10)	7297333	7123089
(11) Value of interest in master trust investment accounts	1c(11)		
(12) Value of interest in 103-12 investment entities	1c(12)		
(13) Value of interest in registered investment companies (e.g., mutual funds)	1c(13)	163378	170145
(14) Value of funds held in insurance company general account (unallocated contracts)	1c(14)		
(15) Other	1c(15)		

		(a) Beginning of Year	(b) End of Year
1d Employer-related investments:			
(1) Employer securities	1d(1)		
(2) Employer real property	1d(2)		
e Buildings and other property used in plan operation	1e		
f Total assets (add all amounts in lines 1a through 1e)	1f	7533146	7369883
Liabilities			
g Benefit claims payable	1g		
h Operating payables	1h		
i Acquisition indebtedness	1i		
j Other liabilities	1j		
k Total liabilities (add all amounts in lines 1g through1j)	1k	0	0
Net Assets			
l Net assets (subtract line 1k from line 1f)	1l	7533146	7369883

Part II Income and Expense Statement

2 Plan income, expenses, and changes in net assets for the year. Include all income and expenses of the plan, including any trust(s) or separately maintained fund(s) and any payments/receipts to/from insurance carriers. Round off amounts to the nearest dollar. MTIAs, CCTs, PSAs, and 103-12 IEs do not complete lines 2a, 2b(1)(E), 2e, 2f, and 2g.

Income		(a) Amount	(b) Total
a Contributions:			
(1) Received or receivable in cash from: **(A)** Employers	2a(1)(A)	276094	
(B) Participants	2a(1)(B)	692108	
(C) Others (including rollovers)	2a(1)(C)	59102	
(2) Noncash contributions	2a(2)		
(3) Total contributions. Add lines **2a(1)(A), (B), (C),** and line **2a(2)**	2a(3)		1027304
b Earnings on investments:			
(1) Interest:			
(A) Interest-bearing cash (including money market accounts and certificates of deposit)	2b(1)(A)		
(B) U.S. Government securities	2b(1)(B)		
(C) Corporate debt instruments	2b(1)(C)		
(D) Loans (other than to participants)	2b(1)(D)		
(E) Participant loans	2b(1)(E)	3527	
(F) Other	2b(1)(F)		
(G) Total interest. Add lines **2b(1)(A)** through **(F)**	2b(1)(G)		3527
(2) Dividends: **(A)** Preferred stock	2b(2)(A)		
(B) Common stock	2b(2)(B)		
(C) Registered investment company shares (e.g. mutual funds)	2b(2)(C)		
(D) Total dividends. Add lines **2b(2)(A)**, **(B)**, and **(C)**	2b(2)(D)		0
(3) Rents	2b(3)		
(4) Net gain (loss) on sale of assets: **(A)** Aggregate proceeds	2b(4)(A)		
(B) Aggregate carrying amount (see instructions)	2b(4)(B)		
(C) Subtract line **2b(4)(B)** from line **2b(4)(A)** and enter result	2b(4)(C)		0

		(a) Amount	(b) Total
2b (5) Unrealized appreciation (depreciation) of assets: (A) Real estate	2b(5)(A)		
(B) Other	2b(5)(B)		
(C) Total unrealized appreciation of assets. Add lines 2b(5)(A) and (B)	2b(5)(C)		0
(6) Net investment gain (loss) from common/collective trusts	2b(6)		
(7) Net investment gain (loss) from pooled separate accounts	2b(7)		-243725
(8) Net investment gain (loss) from master trust investment accounts	2b(8)		
(9) Net investment gain (loss) from 103-12 investment entities	2b(9)		
(10) Net investment gain (loss) from registered investment companies (e.g., mutual funds)	2b(10)		8072
c Other income	2c		
d Total income. Add all **income** amounts in column (b) and enter total	2d		795178
Expenses			
e Benefit payment and payments to provide benefits:			
(1) Directly to participants or beneficiaries, including direct rollovers	2e(1)	958441	
(2) To insurance carriers for the provision of benefits	2e(2)		
(3) Other	2e(3)		
(4) Total benefit payments. Add lines 2e(1) through (3)	2e(4)		958441
f Corrective distributions (see instructions)	2f		
g Certain deemed distributions of participant loans (see instructions)	2g		
h Interest expense	2h		
i Administrative expenses: (1) Professional fees	2i(1)		
(2) Contract administrator fees	2i(2)		
(3) Investment advisory and management fees	2i(3)		
(4) Other	2i(4)		
(5) Total administrative expenses. Add lines 2i(1) through (4)	2i(5)		0
j Total expenses. Add all **expense** amounts in column (b) and enter total	2j		958441
Net Income and Reconciliation			
k Net income (loss). Subtract line 2j from line 2d	2k		-163263
l Transfers of assets:			
(1) To this plan	2l(1)		
(2) From this plan	2l(2)		

Part III Accountant's Opinion

3 Complete lines 3a through 3c if the opinion of an independent qualified public accountant is attached to this Form 5500. Complete line 3d if an opinion is not attached.

a The attached opinion of an independent qualified public accountant for this plan is (see instructions):

(1) [ ] Unqualified (2) [ ] Qualified (3) [X] Disclaimer (4) [ ] Adverse

b Did the accountant perform a limited scope audit pursuant to 29 CFR 2520.103-8 and/or 103-12(d)? [X] Yes [ ] No

c Enter the name and EIN of the accountant (or accounting firm) below:

(1) Name: SQUAR, MILNER, PETERSON, ET AL (2) EIN: 33-0835986

d The opinion of an independent qualified public accountant is **not attached** because:

(1) [ ] This form is filed for a CCT, PSA, or MTIA. (2) [ ] It will be attached to the next Form 5500 pursuant to 29 CFR 2520.104-50.

Part IV Compliance Questions

4 CCTs and PSAs do not complete Part IV. MTIAs, 103-12 IEs, and GIAs do not complete 4a, 4e, 4f, 4g, 4h, 4k, 4m, 4n, or 5. 103-12 IEs also do not complete 4j and 4l. MTIAs also do not complete 4l.

During the plan year:

		Yes	No	Amount
a	Was there a failure to transmit to the plan any participant contributions within the time period described in 29 CFR 2510.3-102? Continue to answer "Yes" for any prior year failures until fully corrected. (See instructions and DOL's Voluntary Fiduciary Correction Program.)	**4a**		X	
b	Were any loans by the plan or fixed income obligations due the plan in default as of the close of the plan year or classified during the year as uncollectible? Disregard participant loans secured by participant's account balance. (Attach Schedule G (Form 5500) Part I if "Yes" is checked.)	**4b**		X	
c	Were any leases to which the plan was a party in default or classified during the year as uncollectible? (Attach Schedule G (Form 5500) Part II if "Yes" is checked.)	**4c**		X	
d	Were there any nonexempt transactions with any party-in-interest? (Do not include transactions reported on line 4a. Attach Schedule G (Form 5500) Part III if "Yes" is checked.)	**4d**		X	
e	Was this plan covered by a fidelity bond?	**4e**	X		500000
f	Did the plan have a loss, whether or not reimbursed by the plan's fidelity bond, that was caused by fraud or dishonesty?	**4f**		X	
g	Did the plan hold any assets whose current value was neither readily determinable on an established market nor set by an independent third party appraiser?	**4g**		X	
h	Did the plan receive any noncash contributions whose value was neither readily determinable on an established market nor set by an independent third party appraiser?	**4h**		X	
i	Did the plan have assets held for investment? (Attach schedule(s) of assets if "Yes" is checked, and see instructions for format requirements.)	**4i**	X		
j	Were any plan transactions or series of transactions in excess of 5% of the current value of plan assets? (Attach schedule of transactions if "Yes" is checked, and see instructions for format requirements.)	**4j**		X	
k	Were all the plan assets either distributed to participants or beneficiaries, transferred to another plan, or brought under the control of the PBGC?	**4k**		X	
l	Has the plan failed to provide any benefit when due under the plan?	**4l**		X	
m	If this is an individual account plan, was there a blackout period? (See instructions and 29 CFR 2520.101-3.)	**4m**		X	
n	If 4m was answered "Yes," check the "Yes" box if you either provided the required notice or one of the exceptions to providing the notice applied under 29 CFR 2520.101-3.	**4n**			

5a Has a resolution to terminate the plan been adopted during the plan year or any prior plan year?
If "Yes," enter the amount of any plan assets that reverted to the employer this year ☐ **Yes** ☐ **No** **Amount:**

5b If, during this plan year, any assets or liabilities were transferred from this plan to another plan(s), identify the plan(s) to which assets or liabilities were transferred. (See instructions.)

5b(1) Name of plan(s)	**5b(2)** EIN(s)	**5b(3)** PN(s)

SCHEDULE R (Form 5500)

Department of the Treasury
Internal Revenue Service

Department of Labor
Employee Benefits Security Administration

Pension Benefit Guaranty Corporation

Retirement Plan Information

This schedule is required to be filed under section 104 and 4065 of the Employee Retirement Income Security Act of 1974 (ERISA) and section 6058(a) of the Internal Revenue Code (the Code).

▶ **File as an attachment to Form 5500.**

OMB No. 1210-0110

2011

This Form is Open to Public Inspection.

For calendar plan year 2011 or fiscal plan year beginning 01/01/2011 and ending 12/31/2011

A Name of plan
G2 SOFTWARE SYSTEMS, INC. RETIREMENT PLAN

B Three-digit plan number (PN) ▶ 001

C Plan sponsor's name as shown on line 2a of Form 5500
G2 SOFTWARE SYSTEMS, INC.

D Employer Identification Number (EIN)
33-0454802

Part I Distributions

All references to distributions relate only to payments of benefits during the plan year.

1 Total value of distributions paid in property other than in cash or the forms of property specified in the instructions **1** 0

2 Enter the EIN(s) of payor(s) who paid benefits on behalf of the plan to participants or beneficiaries during the year (if more than two, enter EINs of the two payors who paid the greatest dollar amounts of benefits):

EIN(s): 31-4156830

Profit-sharing plans, ESOPs, and stock bonus plans, skip line 3.

3 Number of participants (living or deceased) whose benefits were distributed in a single sum, during the plan year. **3**

Part II Funding Information (If the plan is not subject to the minimum funding requirements of section of 412 of the Internal Revenue Code or ERISA section 302, skip this Part)

4 Is the plan administrator making an election under Code section 412(d)(2) or ERISA section 302(d)(2)? ..... ☐ **Yes** ☐ **No** ☒ **N/A**

If the plan is a defined benefit plan, go to line 8.

5 If a waiver of the minimum funding standard for a prior year is being amortized in this plan year, see instructions and enter the date of the ruling letter granting the waiver. **Date:** Month _____ Day _____ Year _____

If you completed line 5, complete lines 3, 9, and 10 of Schedule MB and do not complete the remainder of this schedule.

6 a Enter the minimum required contribution for this plan year (include any prior year accumulated funding deficiency not waived) **6a**

b Enter the amount contributed by the employer to the plan for this plan year **6b**

c Subtract the amount in line 6b from the amount in line 6a. Enter the result (enter a minus sign to the left of a negative amount) **6c**

If you completed line 6c, skip lines 8 and 9.

7 Will the minimum funding amount reported on line 6c be met by the funding deadline? ..... ☐ **Yes** ☐ **No** ☐ **N/A**

8 If a change in actuarial cost method was made for this plan year pursuant to a revenue procedure or other authority providing automatic approval for the change or a class ruling letter, does the plan sponsor or plan administrator agree with the change? ..... ☐ **Yes** ☐ **No** ☐ **N/A**

Part III Amendments

9 If this is a defined benefit pension plan, were any amendments adopted during this plan year that increased or decreased the value of benefits? If yes, check the appropriate box. If no, check the "No" box. ..... ☐ **Increase** ☐ **Decrease** ☐ **Both** ☐ **No**

Part IV ESOPs (see instructions). If this is not a plan described under Section 409(a) or 4975(e)(7) of the Internal Revenue Code, skip this Part.

10 Were unallocated employer securities or proceeds from the sale of unallocated securities used to repay any exempt loan? ..... ☐ **Yes** ☐ **No**

11 a Does the ESOP hold any preferred stock? ..... ☐ **Yes** ☐ **No**

b If the ESOP has an outstanding exempt loan with the employer as lender, is such loan part of a "back-to-back" loan? (See instructions for definition of "back-to-back" loan.) ..... ☐ **Yes** ☐ **No**

12 Does the ESOP hold any stock that is not readily tradable on an established securities market? ..... ☐ **Yes** ☐ **No**

Part V Additional Information for Multiemployer Defined Benefit Pension Plans

13 Enter the following information for each employer that contributed more than 5% of total contributions to the plan during the plan year (measured in dollars). See instructions. *Complete as many entries as needed to report all applicable employers.*

a Name of contributing employer

b EIN **c** Dollar amount contributed by employer

d Date collective bargaining agreement expires *(If employer contributes under more than one collective bargaining agreement, check box* ☐ *and see instructions regarding required attachment. Otherwise, enter the applicable date.)* Month _____ Day _____ Year _____

e Contribution rate information *(If more than one rate applies, check this box* ☐ *and see instructions regarding required attachment. Otherwise, complete items 13e(1) and 13e(2).)*
(1) Contribution rate (in dollars and cents) _____
(2) Base unit measure: ☐ Hourly ☐ Weekly ☐ Unit of production ☐ Other (specify):

---

a Name of contributing employer

b EIN **c** Dollar amount contributed by employer

d Date collective bargaining agreement expires *(If employer contributes under more than one collective bargaining agreement, check box* ☐ *and see instructions regarding required attachment. Otherwise, enter the applicable date.)* Month _____ Day _____ Year _____

e Contribution rate information *(If more than one rate applies, check this box* ☐ *and see instructions regarding required attachment. Otherwise, complete items 13e(1) and 13e(2).)*
(1) Contribution rate (in dollars and cents) _____
(2) Base unit measure: ☐ Hourly ☐ Weekly ☐ Unit of production ☐ Other (specify): _____

---

a Name of contributing employer

b EIN **c** Dollar amount contributed by employer

d Date collective bargaining agreement expires *(If employer contributes under more than one collective bargaining agreement, check box* ☐ *and see instructions regarding required attachment. Otherwise, enter the applicable date.)* Month _____ Day _____ Year _____

e Contribution rate information *(If more than one rate applies, check this box* ☐ *and see instructions regarding required attachment. Otherwise, complete items 13e(1) and 13e(2).)*
(1) Contribution rate (in dollars and cents) _____
(2) Base unit measure: ☐ Hourly ☐ Weekly ☐ Unit of production ☐ Other (specify): _____

---

a Name of contributing employer

b EIN **c** Dollar amount contributed by employer

d Date collective bargaining agreement expires *(If employer contributes under more than one collective bargaining agreement, check box* ☐ *and see instructions regarding required attachment. Otherwise, enter the applicable date.)* Month _____ Day _____ Year _____

e Contribution rate information *(If more than one rate applies, check this box* ☐ *and see instructions regarding required attachment. Otherwise, complete items 13e(1) and 13e(2).)*
(1) Contribution rate (in dollars and cents) _____
(2) Base unit measure: ☐ Hourly ☐ Weekly ☐ Unit of production ☐ Other (specify): _____

---

a Name of contributing employer

b EIN **c** Dollar amount contributed by employer

d Date collective bargaining agreement expires *(If employer contributes under more than one collective bargaining agreement, check box* ☐ *and see instructions regarding required attachment. Otherwise, enter the applicable date.)* Month _____ Day _____ Year _____

e Contribution rate information *(If more than one rate applies, check this box* ☐ *and see instructions regarding required attachment. Otherwise, complete items 13e(1) and 13e(2).)*
(1) Contribution rate (in dollars and cents) _____
(2) Base unit measure: ☐ Hourly ☐ Weekly ☐ Unit of production ☐ Other (specify): _____

---

a Name of contributing employer

b EIN **c** Dollar amount contributed by employer

d Date collective bargaining agreement expires *(If employer contributes under more than one collective bargaining agreement, check box* ☐ *and see instructions regarding required attachment. Otherwise, enter the applicable date.)* Month _____ Day _____ Year _____

e Contribution rate information *(If more than one rate applies, check this box* ☐ *and see instructions regarding required attachment. Otherwise, complete items 13e(1) and 13e(2).)*
(1) Contribution rate (in dollars and cents) _____
(2) Base unit measure: ☐ Hourly ☐ Weekly ☐ Unit of production ☐ Other (specify): _____

14 Enter the number of participants on whose behalf no contributions were made by an employer as an employer of the participant for:

a The current year	**14a**	
b The plan year immediately preceding the current plan year	**14b**	
c The second preceding plan year	**14c**	

15 Enter the ratio of the number of participants under the plan on whose behalf no employer had an obligation to make an employer contribution during the current plan year to:

a The corresponding number for the plan year immediately preceding the current plan year	**15a**	
b The corresponding number for the second preceding plan year	**15b**	

16 Information with respect to any employers who withdrew from the plan during the preceding plan year:

a Enter the number of employers who withdrew during the preceding plan year	**16a**	
b If item 16a is greater than 0, enter the aggregate amount of withdrawal liability assessed or estimated to be assessed against such withdrawn employers	**16b**	

17 If assets and liabilities from another plan have been transferred to or merged with this plan during the plan year, check box and see instructions regarding supplemental information to be included as an attachment. ☐

Part VI Additional Information for Single-Employer and Multiemployer Defined Benefit Pension Plans

18 If any liabilities to participants or their beneficiaries under the plan as of the end of the plan year consist (in whole or in part) of liabilities to such participants and beneficiaries under two or more pension plans as of immediately before such plan year, check box and see instructions regarding supplemental information to be included as an attachment ☐

19 If the total number of participants is 1,000 or more, complete items (a) through (c)

a Enter the percentage of plan assets held as:
Stock: _____% Investment-Grade Debt: _____% High-Yield Debt: _____% Real Estate: _____% Other: _____%

b Provide the average duration of the combined investment-grade and high-yield debt:
☐ 0-3 years ☐ 3-6 years ☐ 6-9 years ☐ 9-12 years ☐ 12-15 years ☐ 15-18 years ☐ 18-21 years ☐ 21 years or more

c What duration measure was used to calculate item 19(b)?
☐ Effective duration ☐ Macaulay duration ☐ Modified duration ☐ Other (specify):

G2 SOFTWARE SYSTEMS, INC.
RETIREMENT PLAN

FINANCIAL STATEMENTS AND SUPPLEMENTAL SCHEDULE

December 31, 2011

INDEX TO FINANCIAL STATEMENTS

Independent Auditors' Report 1

Statements of Net Assets Available for Benefits
as of December 31, 2011 and 2010 (unaudited) 2

Statement of Changes in Net Assets Available for Benefits
for the Year Ended December 31, 2011 3

Notes to Financial Statements 4

Supplemental Schedule*

Schedule H, Line 4i – Schedule of Assets (Held at End of Year) 15

* Note: Schedules other than that listed above have been omitted because the information is otherwise disclosed, not applicable or not required by the Department of Labor Rules and Regulations for Reporting and Disclosure under the Employee Retirement Income Security Act of 1974.

SQUAR MILNER

INDEPENDENT AUDITORS' REPORT

To the Plan Administrator
G2 Software Systems, Inc. Retirement Plan

We were engaged to audit the accompanying statement of net assets available for benefits of the G2 Software Systems, Inc. Retirement Plan (the "Plan") as of December 31, 2011 and the related statement of changes in net assets available for benefits for the year ended December 31, 2011, and the supplemental Schedule H, Line 4i – Schedule of Assets Held (Held at End of Year) as of December 31, 2011. These financial statements and supplemental schedule are the responsibility of the Plan's management.

As permitted by 29 CFR 2520.103-8 of the Department of Labor's Rules and Regulations for Reporting and Disclosure under the Employee Retirement Income Security Act of 1974, the Plan administrator instructed us not to perform, and we did not perform, any auditing procedures with respect to the information summarized in Note 3, which was certified by Nationwide Trust Company, the custodian of the Plan, except for comparing the information with the related information included in the financial statements and supplemental schedule. We have been informed by the Plan administrator that the custodian holds the Plan's investment assets and executes investment transactions. The Plan administrator has obtained a certification from the custodian as of December 31, 2011 and for the year ended December 31, 2011 that the information provided to the Plan administrator by the custodian is complete and accurate.

Because of the significance of the information in the Plan's financial statements that we did not audit, we are unable to, and do not express an opinion on the accompanying financial statements and supplemental schedule taken as a whole. The supplemental schedule is presented for the purposes of additional analysis and is not a required part of the financial statements but is required by the Department of Labor's Rules and Regulations for Reporting and Disclosure under the Employee Retirement Income Security Act of 1974. The form and content of the information included in the financial statements and supplemental schedule, other than that derived from the information certified by the custodians, have been audited by us in accordance with auditing standards generally accepted in the United States of America and, in our opinion, are presented in compliance with the Department of Labor's Rules and Regulations for Reporting and Disclosure under the Employee Retirement Income Security Act of 1974.

We have compiled the accompanying statement of net assets available for benefits as of December 31, 2010, in accordance with Statements of Standards for Accounting and Review Services issued by the American Institute of Certified Public Accountants. A compilation is limited to presenting in the form of financial statements information that is the representation of management. We have not audited or reviewed the accompanying statement of net assets available for benefits and, accordingly, do not express an opinion or any other form of assurance on it.



SQUAR, MILNER, PETERSON, MIRANDA & WILLIAMSON, LLP

San Diego, California
October 11, 2012

G2 SOFTWARE SYSTEMS, INC. RETIREMENT PLAN
STATEMENTS OF NET ASSETS AVAILABLE FOR BENEFITS
December 31, 2011 and 2010 (Unaudited)

	2011	2010 (Unaudited)
ASSETS:		
Investments, at fair value:		
Mutual funds	$ 6,971,177	$ 6,928,616
Guaranteed investment contracts	322,057	532,095
Total investments, at fair value	7,293,234	7,460,711
Receivables:		
Notes receivable from participants	76,649	72,435
NET ASSETS AVAILABLE FOR BENEFITS	$ 7,369,883	$ 7,533,146

The accompanying notes are an integral part of these statements.

G2 SOFTWARE SYSTEMS, INC. RETIREMENT PLAN
STATEMENT OF CHANGES IN NET ASSETS AVAILABLE FOR BENEFITS
For the Year Ended December 31, 2011

ADDITIONS TO NET ASSETS ATTRIBUTED TO:	
Contributions:	
Participant	$ 692,108
Employer	276,094
Rollovers	59,102
Total contributions	1,027,304
Interest and dividends	8,072
Interest on notes receivable from participants	3,527
Total additions	1,038,903
DEDUCTIONS FROM NET ASSETS ATTRIBUTED TO:	
Benefits paid to participants	958,441
Net depreciation in fair value of investments	243,725
Total deductions	1,202,166
NET DECREASE	(163,263)
NET ASSETS AVAILABLE FOR BENEFITS – beginning of year	7,533,146
NET ASSETS AVAILABLE FOR BENEFITS – end of year	$ 7,369,883

The accompanying notes are an integral part of these statements.

1. PLAN DESCRIPTION

The following description of the G2 Software Systems, Inc. Retirement Plan (the "Plan") provides only general information. Participants should refer to the Plan agreement for a more complete description of the Plan's provisions.

General

The Plan was established on January 1, 1992 as a defined contribution plan for all employees of G2 Software Systems, Inc. ("Company" or "Plan Sponsor") under the provisions of Section 401(k) of the Internal Revenue Code ("IRC"). All employees having attained the age of 21 and having three months of service are eligible to participate in the Plan the first day of the month following three months of service. The Plan is subject to the provisions of the Employee Retirement Income Security Act of 1974 ("ERISA").

Contributions

Participants may contribute up to 60% of pre-tax annual compensation, as defined by the Plan, limited to the maximum amount permitted under federal law. For employees who elect to participate, such deferrals shall not exceed the IRC limitations, up to a maximum amount of $16,500 for the 2011 Plan year. Participants who are 50 years of age or older who have met the annual IRC deferral limit or the specified plan limit of the deferral, may contribute catch-up deferral contributions of up to $5,500 for 2011. Participants may also contribute amounts representing distributions (rollover contributions) from other qualified defined benefit or defined contribution plans. Participants may choose to direct the investment of their contributions and earnings thereon among several funds offered by the Plan. Participants may change their investment options at any time.

The Plan Sponsor may make discretionary non-elective contributions on behalf of each eligible participant. During 2011, the Plan Sponsor made discretionary contributions of $276,094 into the Plan.

Notes Receivable from Participants

Notes receivable from participants represent participant loans that are recorded at their unpaid principal balance plus any accrued but unpaid interest. Interest income on notes receivable from participants is recorded when it is earned. No allowance for credit losses has been recorded as of December 31, 2011 and 2010. If a participant ceases to make loan repayments and the plan administrator deems the participant loan to be a distribution, the participant loan balance is reduced and a benefit payment is recorded. Participants may borrow a maximum equal to the lesser of $50,000 or 50% of their vested balances in the Plan, subject to certain restrictions and limitations set forth in the Plan document and the IRC.

1. PLAN DESCRIPTION (continued)

Notes Receivable from Participants (continued)

Loans are secured by the vested balance in the participant's account and bear interest at a rate commensurate with local prevailing rates as determined quarterly by the plan administrator. Loans are available to all participants except those participants that are deemed highly compensated employees. The maximum term of the loan is five years unless the loan is used for the purchase of a participant's primary residence. If a participant has an outstanding loan balance at the time their employment terminates, the entire outstanding principal and accrued interest shall be immediately due and payable.

Interest rates on all outstanding loans range from 4.25% to 8.25%. Principal and interest are paid monthly through payroll deductions.

Participant Accounts

Each participant's account is credited with the participant's contributions and allocations of Plan earnings. Investment income is allocated among eligible participants in the ratio which the dollar value of the respective participant's interest in the specific investment bears to the dollar value of all participants' interest in that investment.

Payment of Benefits

Upon termination of service due to death, disability or retirement, a participant may elect to receive an amount equal to the value of the participant's vested interest in his or her account in a lump-sum amount equal to the value of the participant's vested interest in his account. Participants with account balances of $5,000 or less receive a lump-sum distribution upon termination of service with the Company. In-service withdrawals are permitted for hardship or financial reasons limited to the participant's elective deferrals and earnings thereon, rollover contributions or vested portion of employer discretionary contributions. These withdrawals are included with benefits paid and cannot exceed the participant's voluntary contributions and their vested portion of employer contributions and earnings. In-service withdrawals are also permitted for disability at an amount equal to the value of the participant's vested interest in his or her account.

Hardship distributions of account balances are permitted under certain financial hardship conditions as defined in the provisions of the Plan provided the participant has obtained all other distributions and loans available under the Plan. Following receipt of a hardship distribution, the participant is restricted from making further salary deferrals or voluntary after-tax contributions for a minimum of six (6) months.

1. PLAN DESCRIPTION (continued)

Vesting

Participants are vested immediately in both their contributions and employer non elective discretionary contributions, plus actual earnings thereon.

Vesting in the Plan Sponsor's matching contribution portion of their accounts is based on the number of years of continuous service. Plan Sponsor contributions vest at a rate of 20% per year and a participant is 100% vested after five years of credited service. Any amount not vested upon a participant's separation from service is forfeited and may be used by the Plan Sponsor to reduce future matching contributions or to pay current Plan expenses. The Plan Sponsor did not make matching contributions during the year ended December 31, 2011.

Forfeitures

Forfeitures of terminated participants' nonvested accounts may be used to pay administrative costs of the Plan or may be applied to reduce the employer's discretionary or matching contributions to the Plan. During the year ended December 31, 2011, no forfeitures were used to pay administrative costs or to reduce employer discretionary or matching contributions. At December 31, 2011, the Plan did not have a forfeiture balance.

Plan Termination

It is the intention and expectation of the Plan Sponsor that the Plan will be continued indefinitely; however, continuation of the Plan is not assumed as an obligation of the Plan Sponsor. The Plan may be amended, terminated or employer contributions may be discontinued at any time. If the Plan is terminated, participants will receive the entire balance of their accounts, regardless of their years of service.

2. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

Basis of Accounting

The financial statements of the Plan are prepared using the accrual basis of accounting with generally accepted accounting principles in the United States of America ("GAAP").

Use of Estimates

The preparation of financial statements in conformity with GAAP requires management to make estimates and assumptions that affect the amounts reported in the financial statements and accompanying notes. Actual results could differ from those estimates.

2. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (continued)

Investment Valuation and Income Recognition

The Plan's investments are stated at fair value. Fair value is the price that would be received to sell an asset or transfer a liability in an orderly transaction between market participants at the measurement date. See Note 4 for discussion of fair value measurements.

Purchases and sales of investments are recorded on the trade-date basis. Interest income is recorded on the accrual basis. Dividends are recorded on the ex-dividend date.

Payment of Benefits

Benefits are recorded when paid.

Administrative Expenses

Administrative expenses are paid by the Plan Sponsor and accordingly are not reflected in the accompanying financial statements of the Plan.

Recently Issued Accounting Pronouncements

In January 2010, the FASB issued ASU No. 2010-06, which requires additional disclosure related to the three-level fair value hierarchy. Entities are required to separately present information related to purchases, sales, issuances and settlements in the reconciliation of fair value measurements classified as Level 3. The disclosures related to purchases, sales, issuances and settlements for Level 3 fair value measurements are effective for reporting periods beginning after December 15, 2010. The Plan adopted this amendment effective January 1, 2011 and it did not have a material impact on the Plan's financial statements.

In September 2010, the FASB issued ASU 2010-25 *Reporting Loans to Participants by Defined Contribution Pension Plans*, which requires participant loans to be measured at their unpaid principal balance plus any accrued but unpaid interest and requires participant loans to be classified as notes receivable from participants. This ASU is effective for plan years ending after December 15, 2010 and is required to be applied retrospectively. The Plan adopted ASU 2010-25 in plan year 2010. ERISA rules require the Plan to report participant loans as plan investments; accordingly, these loans are included in the listing of investments in the Company's Form 5500, Schedule H, Part I, Line c (8).

2. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (continued)

Recently Issued Accounting Pronouncements (continued)

In May 2011, the FASB issued Accounting Standards Update ("ASU") 2011-04, *Amendments to Achieve Common Fair Value Measurement and Disclosure Requirements in U.S. GAAP and International Financial Reporting Standards (Topic 820)—Fair Value Measurement*, to provide a consistent definition of fair value and ensure that the fair value measurement and disclosure requirements are similar between U.S. GAAP and International Financial Reporting Standards. ASU 2011-04 changes certain fair value measurement principles and enhances the disclosure requirements particularly for level 3 fair value measurements. ASU 2011-04 is effective for the Plan prospectively for the year ending December 31, 2012. The new guidance only requires new disclosure and Plan management does not expect the adoption to have a significant impact on the Plan's financial statements.

Subsequent Events

The Plan has evaluated subsequent events through October 11, 2012, the date the financial statements were available to be issued.

3. INFORMATION CERTIFIED BY CUSTODIAN

The Plan Administrator has elected the method of compliance permitted by 29 CFR 2520.103-8 of the Department of Labor's Rules and Regulations for Reporting and Disclosure under ERISA. Accordingly, as permitted under such election, the following information was certified by Nationwide Trust Company and was not subjected to any auditing procedures performed by the independent public accountants, except for comparing such information certified by the asset custodian to information included in the Plan's financial statements and supplemental schedule:

a) Investments of $7,123,089 included in total investments in the accompanying statement of net assets available as of December 31, 2011.

b) Net depreciation in fair value of investments and interest and dividend income as shown in the accompanying statement of changes in net assets available for benefits of $243,725 and $8,072, respectively, for the year ended December 31, 2011.

c) Notes receivable from participants as shown in the accompanying statements of net assets available for benefits of $76,649 as of December 31, 2011.

d) Interest income on notes receivable from participants as shown in the accompanying statement of changes in net assets available for benefits of $3,527 for the year ended December 31, 2011.

3. INFORMATION CERTIFIED BY CUSTODIAN (continued)

e) Investment-related information in the accompanying supplemental Schedule H, Line 4i – Schedule of Assets (Held at End of Year), as of December 31, 2011.

The following presents investments that represent 5% or more of the Plan's net assets available for benefits as of December 31, 2011 and 2010:

	2011	2010
NeuBer Genesis	$ 1,205,140	$ 965,099
Janus Twenty T	888,285	1,328,764
Nationwide S&P 500 Index Svc	437,726	452,395
American Century Growth Inv	390,210	*
Baron Asst	366,652	440,803

* Represents less than 5% of net assets available for benefit in year presented.

During 2011, the Plan's mutual fund investments (including gains and losses on investments bought and sold, as well as held during the year) depreciated by $243,725.

4. FAIR VALUE MEASUREMENTS

Financial Accounting Standards Board ("FASB") Accounting Standards Codification ("ASC") 820, *Fair Value Measurements and Disclosures* ("ASC 820") establishes a framework for measuring fair value. That framework provides for a fair value hierarchy that prioritizes the inputs to valuation techniques used to measure fair value. The hierarchy gives the highest priority to unadjusted quoted prices in active markets for identical assets and liabilities (level 1 measurements) and the lowest priority to unobservable inputs (level 3 measurements). The three levels of the fair value hierarchy under ASC 820 are described as follows:

- Level 1—Inputs to the valuation methodology are based on unadjusted quoted market prices for identical assets or liabilities in an active market that the Plan has the ability to access.
- Level 2—Inputs to the valuation methodology include:
    - Quoted prices for similar assets or liabilities in active markets;
    - Quoted prices for identical or similar assets or liabilities in inactive markets;
    - Inputs other than quoted prices that are observable for the asset or liability;

4. FAIR VALUE MEASUREMENTS (continued)

- Inputs that are derived principally from or corroborated by observable market data by correlation or other means.

- Level 3—Inputs to the valuation methodology include prices or valuation techniques that require inputs that are unobservable and significant to the overall fair value measurement.

The asset's or liability's fair value measurement level within the fair value hierarchy is based on the lowest level of any input that is significant to the fair value measurement. Valuation techniques used need to maximize the use of observable inputs and minimize the use of unobservable inputs.

Following is a description of the valuation methodologies used for assets measured at fair value. There have been no changes in the methodologies used in December 31, 2011.

Mutual funds: Valued based on the quoted market prices of shares held by the Plan at year end.

Guaranteed investment contracts: Valued based on contract provisions of underlying group fixed annuity contract which approximates fair value.

The method described above may produce a fair value calculation that may not be indicative of net realizable value or reflective of future fair values. Furthermore, while the Plan believes its valuation methods are appropriate and consistent with other market participants, the use of different methodologies or assumptions to determine the fair value of certain financial instruments could result in a different fair value measurement at the reporting date.

4. FAIR VALUE MEASUREMENTS (continued)

The following tables set forth the Plan's investment assets at fair value by level within the valuation hierarchy as of December 31, 2011 and 2010:

	Fair Value Measurements at December 31, 2011			
	Quoted Prices in Active Markets (Level 1)	Significant Other Observable Inputs (Level 2)	Significant Unobservable Inputs (Level 3)	Total
Mutual funds:				
Bond	$ 601,820	$ –	$ –	$ 601,820
Large cap	2,110,017	–	–	2,110,017
Mid cap	934,639	–	–	934,639
Small cap	1,495,544	–	–	1,495,544
International	588,945	–	–	588,945
Specialty	70,675	–	–	70,675
Blended	1,026,116	–	–	1,026,116
Money market funds	143,421	–	–	143,421
Guaranteed investment contracts	–	–	322,057	322,057
Total	$ 6,971,177	$ –	$ 322,057	$ 7,293,234

	Fair Value Measurements at December 31, 2010			
	Quoted Prices in Active Markets (Level 1)	Significant Other Observable Inputs (Level 2)	Significant Unobservable Inputs (Level 3)	Total
Mutual funds:				
Bond	$ 411,866	$ –	$ –	$ 411,866
Large cap	2,490,472	–	–	2,490,516
Mid cap	1,064,327	–	–	1,064,327
Small cap	1,230,181	–	–	1,230,181
International	810,990	–	–	810,990
Specialty	37,259	–	–	37,259
Blended	825,697	–	–	825,697
Money market funds	57,824	–	–	57,824
Guaranteed investment contracts	–	–	532,095	532,095
Total	$ 6,928,616	$ –	$ 532,095	$ 7,460,711

During the years ended December 31, 2011 and 2010 there were no investment transfers to or from Level 3.

4. FAIR VALUE MEASUREMENTS (continued)

The following table sets forth a summary of changes in the fair value of the Plan's level 3 assets for the year ended December 31, 2011:

	Guaranteed Interest Account
Balance, beginning of year	$ 532,095
Total gains included in Statement of Changes in Net Assets Available for Benefits	8,072
Purchases	42,995
Sales	(260,105)
Transfers in (out) of Level 3	–
Balance, end of year	$ 322,057
Changes in unrealized gains (losses) included in Statement of Changes in Net Assets Available for Benefits relating to positions still held	$ –

5. GUARANTEED INVESTMENT CONTRACTS WITH INSURANCE COMPANY

Fully Benefit-Responsive

The Plan holds a guaranteed investment contract with Transamerica Life Insurance Company ("Transamerica"). Transamerica maintains the contributions in a general account. The account is credited with earnings on the underlying investments and charged for participant withdrawals and administrative expenses. The guaranteed investment contract issuer is contractually obligated to repay principal and a specified interest rate that is guaranteed to the Plan. Participants may ordinarily withdraw or transfer all or a portion of their investment at contract value, and therefore this contract is considered to be fully benefit-responsive. Contract value is the relevant measurement attribute for that portion of the net assets available for benefits of a defined-contribution plan attributable to a fully benefit-responsive investment contract. The Plan Sponsor has determined that the contract value approximates its fair value, and accordingly, no adjustment for the difference between the contract value and fair value of the investment contract is included.

There are no reserves against contract value for credit risk of contract issuer or otherwise. The crediting interest rate is based on a formula agreed upon with the issuer, but it may not be less than 4.0%. Such interest rates are reviewed on a quarterly basis for resetting. The actual average yield and crediting interest rate was approximately 4.46% for the year

5. GUARANTEED INVESTMENT CONTRACTS WITH INSURANCE COMPANY (continued)

ended December 31, 2011. There is no guaranteed rate of return on future resets of this contract.

Non Fully Benefit Responsive

Additionally, the Plan holds guaranteed investment contracts with Nationwide Life Insurance Company ("Nationwide"). Nationwide maintains contributions to such contracts in general accounts. The accounts are credited with earnings on the underlying investments and charged for participant withdrawals and administrative expenses. The guaranteed investment contracts provide a guaranteed interest rate for various specified periods of time as determined, or allowed, by the Plan. The rate credited is the rate in effect on the day when each deposit is directed to the account. The contracts promise contract value for a benefit event. However, there is a possible market value adjustment when funds are withdrawn prior to their maturity, and thus, the guaranteed interest accounts are not considered to be fully benefit responsive. The contract is included in the accompanying financial statements at its estimated fair value.

There are no reserves against fair value for credit risk of the contract issuer or otherwise. The average yield and crediting interest rate for 2011 was 0.00% and there is no guaranteed rate of return on investments upon future resets.

6. TAX STATUS

The Plan has obtained its latest determination letter from the Internal Revenue Service dated March 31, 2008, as part of a volume submitter plan, in which the Internal Revenue Service stated that the Plan complied with the applicable requirements of the Internal Revenue Code. Although the Plan has been amended since receiving the determination letter, the Plan administrator believes that the Plan is designed and is currently being operated in accordance with the Internal Revenue Code.

Accounting principles generally accepted in the United States of America require plan management to evaluate tax positions taken by the plan and recognize a tax liability (or asset) if the organization has taken an uncertain position that more likely than not would not be sustained upon examination by the IRS. The plan administrator has analyzed the tax positions taken by the Plan, and has concluded that as of December 31, 2011, there are no uncertain positions taken or expected to be taken that would require recognition of the liability (or asset) or disclosure in the financial statements. The Plan is subject to routine audits by taxing jurisdictions and the Plan could be subject to income tax if certain issues were found by the IRS that could result in the disqualification of the Plan's tax-exempt status; however, there are currently no audits for any tax periods in progress.

6. TAX STATUS (continued)

During 2012, the Plan Sponsor determined that due to an administrative error, the Plan document had not been formally amended to revise the Plan's eligibility provisions to allow for immediate eligibility in connection with employer non-elective contributions made in connection with prevailing wage contribution obligations. Accordingly, such contributions were being made to the certain participants prior their eligibility date per the Plan document. The Plan Sponsor intends to amend the Plan document to correct this inconsistency and has engaged its ERISA counsel to file a Voluntary Correction Program submission with the Internal Revenue Service relating to this matter. The Plan Sponsor has agreed to pay all costs, and penalties, if any, relating to this matter and believes that this administrative error will not have any material effect on the Plan's financial statements or result in any adverse consequences to the Plan.

7. RISKS AND UNCERTANTIES

The Plan invests in various investment securities. Investment securities are exposed to various risks such as interest rate, market, and credit risks. Due to the level of risk associated with certain investment securities, it is at least reasonably possible that changes in the values of investment securities will occur in the near term and that such changes could materially affect participants' account balances and the amounts reported in the statement of net assets available for benefits.

SUPPLEMENTAL SCHEDULE

G2 SOFTWARE SYSTEMS, INC. RETIREMENT PLAN
SCHEDULE H, LINE 4i – SCHEDULE OF ASSETS
(HELD AT END OF YEAR)
December 31, 2011

(a)	(b) Identity of issue, borrower, lessor, or similar party	(c) Description of investment including maturity date, rate of interest, collateral, par or maturity value	(d) Cost	(e) Current Value
*	Nationwide Financial Services, Inc.	American Century Inflation Adjusted	**	$ 150,639
*	Nationwide Financial Services, Inc.	Invesco Small Cap Growth	**	91,300
*	Nationwide Financial Services, Inc.	American Funds Fundamental Investor R3	**	56,702
*	Nationwide Financial Services, Inc.	Baron Small Cap	**	66,588
*	Nationwide Financial Services, Inc.	Nationwide Inv Dest Mod Conservative Svc	**	325,289
*	Nationwide Financial Services, Inc.	Baron Asst	**	366,652
*	Nationwide Financial Services, Inc.	Baron Small Cap	**	44,051
*	Nationwide Financial Services, Inc.	Nationwide Inv Dest Aggressive Svc	**	87,173
*	Nationwide Financial Services, Inc.	Nationwide Inv Dest Conservative Svc	**	122,772
*	Nationwide Financial Services, Inc.	DFA One Year Fixed Income	**	45,354
*	Nationwide Financial Services, Inc.	Nationwide Inv Dest Mod Aggr Svc	**	300,714
*	Nationwide Financial Services, Inc.	Nationwide Inv Dest Mod Conservative Svc	**	28,326
*	Nationwide Financial Services, Inc.	Nationwide Inv Dest Mod Svc	**	60,317
*	Nationwide Financial Services, Inc.	Fidelity Advisors Balanced A	**	142,504
*	Nationwide Financial Services, Inc.	Nationwide Money Market Inst	**	143,421
*	Nationwide Financial Services, Inc.	Goldman Sachs Growth Opportunity A	**	219,618
*	Nationwide Financial Services, Inc.	Janus Twenty T	**	888,285
*	Nationwide Financial Services, Inc.	Lord Abbett Devl Growth A	**	18,095
*	Nationwide Financial Services, Inc.	NeuBer Genesis	**	1,205,140
*	Nationwide Financial Services, Inc.	NeuBer Large Cap Value	**	259,450
*	Nationwide Financial Services, Inc.	Nationwide Small Cap Index A	**	136,958
*	Nationwide Financial Services, Inc.	Nationwide S&P500 Index Svc	**	437,726
*	Nationwide Financial Services, Inc.	Nationwide Fund A	**	77,644
*	Nationwide Financial Services, Inc.	Prudential Jnisn Natural Resources A	**	67,766
*	Nationwide Financial Services, Inc.	Oppenheimer Global Strategy	**	159,307
*	Nationwide Financial Services, Inc.	RS Tech A	**	2,907
*	Nationwide Financial Services, Inc.	Wells Fargo Advisors Common Stock Inv	**	197,911
*	Nationwide Financial Services, Inc.	American Century Growth Inv	**	390,210
*	Nationwide Financial Services, Inc.	Thornberg Intl Value Inv	**	105,907
*	Nationwide Financial Services, Inc.	Franklin MSF Mutual Shares A	**	150,458
*	Nationwide Financial Services, Inc.	American Century ST Government Inv	**	179,932
*	Nationwide Financial Services, Inc.	Janus Balanced S	**	284,312
*	Nationwide Financial Services, Inc.	Janus Overseas S	**	157,749
*	Nationwide Life Insurance Co.	BOA Indexed Fund	**	151,912
*	Transamerica Life Insurance Co.	10% Flex Annuity	**	170,145
				7,293,234
*	Notes receivable from participants	Rates range from 4.25% to 8.25%		76,649
				$ 7,369,883

* Investment of a party-in-interest to the Plan as defined by ERISA

** Cost not required

G2 SOFTWARE SYSTEMS, INC.
RETIREMENT PLAN

FINANCIAL STATEMENTS AND SUPPLEMENTAL SCHEDULE

December 31, 2011

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as of December 31, 2011 and 2010 (unaudited) 2

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for the Year Ended December 31, 2011 3

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Supplemental Schedule*

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* Note: Schedules other than that listed above have been omitted because the information is otherwise disclosed, not applicable or not required by the Department of Labor Rules and Regulations for Reporting and Disclosure under the Employee Retirement Income Security Act of 1974.

SQUAR MILNER

INDEPENDENT AUDITORS' REPORT

To the Plan Administrator
G2 Software Systems, Inc. Retirement Plan

We were engaged to audit the accompanying statement of net assets available for benefits of the G2 Software Systems, Inc. Retirement Plan (the "Plan") as of December 31, 2011 and the related statement of changes in net assets available for benefits for the year ended December 31, 2011, and the supplemental Schedule H, Line 4i – Schedule of Assets Held (Held at End of Year) as of December 31, 2011. These financial statements and supplemental schedule are the responsibility of the Plan's management.

As permitted by 29 CFR 2520.103-8 of the Department of Labor's Rules and Regulations for Reporting and Disclosure under the Employee Retirement Income Security Act of 1974, the Plan administrator instructed us not to perform, and we did not perform, any auditing procedures with respect to the information summarized in Note 3, which was certified by Nationwide Trust Company, the custodian of the Plan, except for comparing the information with the related information included in the financial statements and supplemental schedule. We have been informed by the Plan administrator that the custodian holds the Plan's investment assets and executes investment transactions. The Plan administrator has obtained a certification from the custodian as of December 31, 2011 and for the year ended December 31, 2011 that the information provided to the Plan administrator by the custodian is complete and accurate.

Because of the significance of the information in the Plan's financial statements that we did not audit, we are unable to, and do not express an opinion on the accompanying financial statements and supplemental schedule taken as a whole. The supplemental schedule is presented for the purposes of additional analysis and is not a required part of the financial statements but is required by the Department of Labor's Rules and Regulations for Reporting and Disclosure under the Employee Retirement Income Security Act of 1974. The form and content of the information included in the financial statements and supplemental schedule, other than that derived from the information certified by the custodians, have been audited by us in accordance with auditing standards generally accepted in the United States of America and, in our opinion, are presented in compliance with the Department of Labor's Rules and Regulations for Reporting and Disclosure under the Employee Retirement Income Security Act of 1974.

We have compiled the accompanying statement of net assets available for benefits as of December 31, 2010, in accordance with Statements of Standards for Accounting and Review Services issued by the American Institute of Certified Public Accountants. A compilation is limited to presenting in the form of financial statements information that is the representation of management. We have not audited or reviewed the accompanying statement of net assets available for benefits and, accordingly, do not express an opinion or any other form of assurance on it.



SQUAR, MILNER, PETERSON, MIRANDA & WILLIAMSON, LLP

San Diego, California
October 11, 2012

G2 SOFTWARE SYSTEMS, INC. RETIREMENT PLAN
STATEMENTS OF NET ASSETS AVAILABLE FOR BENEFITS
December 31, 2011 and 2010 (Unaudited)

	2011	2010 (Unaudited)
ASSETS:		
Investments, at fair value:		
Mutual funds	$ 6,971,177	$ 6,928,616
Guaranteed investment contracts	322,057	532,095
Total investments, at fair value	7,293,234	7,460,711
Receivables:		
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Participants may contribute up to 60% of pre-tax annual compensation, as defined by the Plan, limited to the maximum amount permitted under federal law. For employees who elect to participate, such deferrals shall not exceed the IRC limitations, up to a maximum amount of $16,500 for the 2011 Plan year. Participants who are 50 years of age or older who have met the annual IRC deferral limit or the specified plan limit of the deferral, may contribute catch-up deferral contributions of up to $5,500 for 2011. Participants may also contribute amounts representing distributions (rollover contributions) from other qualified defined benefit or defined contribution plans. Participants may choose to direct the investment of their contributions and earnings thereon among several funds offered by the Plan. Participants may change their investment options at any time.

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1. PLAN DESCRIPTION (continued)

Notes Receivable from Participants (continued)

Loans are secured by the vested balance in the participant's account and bear interest at a rate commensurate with local prevailing rates as determined quarterly by the plan administrator. Loans are available to all participants except those participants that are deemed highly compensated employees. The maximum term of the loan is five years unless the loan is used for the purchase of a participant's primary residence. If a participant has an outstanding loan balance at the time their employment terminates, the entire outstanding principal and accrued interest shall be immediately due and payable.

Interest rates on all outstanding loans range from 4.25% to 8.25%. Principal and interest are paid monthly through payroll deductions.

Participant Accounts

Each participant's account is credited with the participant's contributions and allocations of Plan earnings. Investment income is allocated among eligible participants in the ratio which the dollar value of the respective participant's interest in the specific investment bears to the dollar value of all participants' interest in that investment.

Payment of Benefits

Upon termination of service due to death, disability or retirement, a participant may elect to receive an amount equal to the value of the participant's vested interest in his or her account in a lump-sum amount equal to the value of the participant's vested interest in his account. Participants with account balances of $5,000 or less receive a lump-sum distribution upon termination of service with the Company. In-service withdrawals are permitted for hardship or financial reasons limited to the participant's elective deferrals and earnings thereon, rollover contributions or vested portion of employer discretionary contributions. These withdrawals are included with benefits paid and cannot exceed the participant's voluntary contributions and their vested portion of employer contributions and earnings. In-service withdrawals are also permitted for disability at an amount equal to the value of the participant's vested interest in his or her account.

Hardship distributions of account balances are permitted under certain financial hardship conditions as defined in the provisions of the Plan provided the participant has obtained all other distributions and loans available under the Plan. Following receipt of a hardship distribution, the participant is restricted from making further salary deferrals or voluntary after-tax contributions for a minimum of six (6) months.

1. PLAN DESCRIPTION (continued)

Vesting

Participants are vested immediately in both their contributions and employer non elective discretionary contributions, plus actual earnings thereon.

Vesting in the Plan Sponsor's matching contribution portion of their accounts is based on the number of years of continuous service. Plan Sponsor contributions vest at a rate of 20% per year and a participant is 100% vested after five years of credited service. Any amount not vested upon a participant's separation from service is forfeited and may be used by the Plan Sponsor to reduce future matching contributions or to pay current Plan expenses. The Plan Sponsor did not make matching contributions during the year ended December 31, 2011.

Forfeitures

Forfeitures of terminated participants' nonvested accounts may be used to pay administrative costs of the Plan or may be applied to reduce the employer's discretionary or matching contributions to the Plan. During the year ended December 31, 2011, no forfeitures were used to pay administrative costs or to reduce employer discretionary or matching contributions. At December 31, 2011, the Plan did not have a forfeiture balance.

Plan Termination

It is the intention and expectation of the Plan Sponsor that the Plan will be continued indefinitely; however, continuation of the Plan is not assumed as an obligation of the Plan Sponsor. The Plan may be amended, terminated or employer contributions may be discontinued at any time. If the Plan is terminated, participants will receive the entire balance of their accounts, regardless of their years of service.

2. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

Basis of Accounting

The financial statements of the Plan are prepared using the accrual basis of accounting with generally accepted accounting principles in the United States of America ("GAAP").

Use of Estimates

The preparation of financial statements in conformity with GAAP requires management to make estimates and assumptions that affect the amounts reported in the financial statements and accompanying notes. Actual results could differ from those estimates.

2. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (continued)

Investment Valuation and Income Recognition

The Plan's investments are stated at fair value. Fair value is the price that would be received to sell an asset or transfer a liability in an orderly transaction between market participants at the measurement date. See Note 4 for discussion of fair value measurements.

Purchases and sales of investments are recorded on the trade-date basis. Interest income is recorded on the accrual basis. Dividends are recorded on the ex-dividend date.

Payment of Benefits

Benefits are recorded when paid.

Administrative Expenses

Administrative expenses are paid by the Plan Sponsor and accordingly are not reflected in the accompanying financial statements of the Plan.

Recently Issued Accounting Pronouncements

In January 2010, the FASB issued ASU No. 2010-06, which requires additional disclosure related to the three-level fair value hierarchy. Entities are required to separately present information related to purchases, sales, issuances and settlements in the reconciliation of fair value measurements classified as Level 3. The disclosures related to purchases, sales, issuances and settlements for Level 3 fair value measurements are effective for reporting periods beginning after December 15, 2010. The Plan adopted this amendment effective January 1, 2011 and it did not have a material impact on the Plan's financial statements.

In September 2010, the FASB issued ASU 2010-25 *Reporting Loans to Participants by Defined Contribution Pension Plans*, which requires participant loans to be measured at their unpaid principal balance plus any accrued but unpaid interest and requires participant loans to be classified as notes receivable from participants. This ASU is effective for plan years ending after December 15, 2010 and is required to be applied retrospectively. The Plan adopted ASU 2010-25 in plan year 2010. ERISA rules require the Plan to report participant loans as plan investments; accordingly, these loans are included in the listing of investments in the Company's Form 5500, Schedule H, Part I, Line c (8).

2. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (continued)

Recently Issued Accounting Pronouncements (continued)

In May 2011, the FASB issued Accounting Standards Update ("ASU") 2011-04, *Amendments to Achieve Common Fair Value Measurement and Disclosure Requirements in U.S. GAAP and International Financial Reporting Standards (Topic 820)—Fair Value Measurement*, to provide a consistent definition of fair value and ensure that the fair value measurement and disclosure requirements are similar between U.S. GAAP and International Financial Reporting Standards. ASU 2011-04 changes certain fair value measurement principles and enhances the disclosure requirements particularly for level 3 fair value measurements. ASU 2011-04 is effective for the Plan prospectively for the year ending December 31, 2012. The new guidance only requires new disclosure and Plan management does not expect the adoption to have a significant impact on the Plan's financial statements.

Subsequent Events

The Plan has evaluated subsequent events through October 11, 2012, the date the financial statements were available to be issued.

3. INFORMATION CERTIFIED BY CUSTODIAN

The Plan Administrator has elected the method of compliance permitted by 29 CFR 2520.103-8 of the Department of Labor's Rules and Regulations for Reporting and Disclosure under ERISA. Accordingly, as permitted under such election, the following information was certified by Nationwide Trust Company and was not subjected to any auditing procedures performed by the independent public accountants, except for comparing such information certified by the asset custodian to information included in the Plan's financial statements and supplemental schedule:

a) Investments of $7,123,089 included in total investments in the accompanying statement of net assets available as of December 31, 2011.

b) Net depreciation in fair value of investments and interest and dividend income as shown in the accompanying statement of changes in net assets available for benefits of $243,725 and $8,072, respectively, for the year ended December 31, 2011.

c) Notes receivable from participants as shown in the accompanying statements of net assets available for benefits of $76,649 as of December 31, 2011.

d) Interest income on notes receivable from participants as shown in the accompanying statement of changes in net assets available for benefits of $3,527 for the year ended December 31, 2011.

3. INFORMATION CERTIFIED BY CUSTODIAN (continued)

e) Investment-related information in the accompanying supplemental Schedule H, Line 4i – Schedule of Assets (Held at End of Year), as of December 31, 2011.

The following presents investments that represent 5% or more of the Plan's net assets available for benefits as of December 31, 2011 and 2010:

	2011	2010
NeuBer Genesis	$ 1,205,140	$ 965,099
Janus Twenty T	888,285	1,328,764
Nationwide S&P 500 Index Svc	437,726	452,395
American Century Growth Inv	390,210	*
Baron Asst	366,652	440,803

* Represents less than 5% of net assets available for benefit in year presented.

During 2011, the Plan's mutual fund investments (including gains and losses on investments bought and sold, as well as held during the year) depreciated by $243,725.

4. FAIR VALUE MEASUREMENTS

Financial Accounting Standards Board ("FASB") Accounting Standards Codification ("ASC") 820, *Fair Value Measurements and Disclosures* ("ASC 820") establishes a framework for measuring fair value. That framework provides for a fair value hierarchy that prioritizes the inputs to valuation techniques used to measure fair value. The hierarchy gives the highest priority to unadjusted quoted prices in active markets for identical assets and liabilities (level 1 measurements) and the lowest priority to unobservable inputs (level 3 measurements). The three levels of the fair value hierarchy under ASC 820 are described as follows:

- Level 1—Inputs to the valuation methodology are based on unadjusted quoted market prices for identical assets or liabilities in an active market that the Plan has the ability to access.
- Level 2—Inputs to the valuation methodology include:
    - Quoted prices for similar assets or liabilities in active markets;
    - Quoted prices for identical or similar assets or liabilities in inactive markets;
    - Inputs other than quoted prices that are observable for the asset or liability;

4. FAIR VALUE MEASUREMENTS (continued)

- Inputs that are derived principally from or corroborated by observable market data by correlation or other means.

- Level 3—Inputs to the valuation methodology include prices or valuation techniques that require inputs that are unobservable and significant to the overall fair value measurement.

The asset's or liability's fair value measurement level within the fair value hierarchy is based on the lowest level of any input that is significant to the fair value measurement. Valuation techniques used need to maximize the use of observable inputs and minimize the use of unobservable inputs.

Following is a description of the valuation methodologies used for assets measured at fair value. There have been no changes in the methodologies used in December 31, 2011.

Mutual funds: Valued based on the quoted market prices of shares held by the Plan at year end.

Guaranteed investment contracts: Valued based on contract provisions of underlying group fixed annuity contract which approximates fair value.

The method described above may produce a fair value calculation that may not be indicative of net realizable value or reflective of future fair values. Furthermore, while the Plan believes its valuation methods are appropriate and consistent with other market participants, the use of different methodologies or assumptions to determine the fair value of certain financial instruments could result in a different fair value measurement at the reporting date.

4. FAIR VALUE MEASUREMENTS (continued)

The following tables set forth the Plan's investment assets at fair value by level within the valuation hierarchy as of December 31, 2011 and 2010:

	Fair Value Measurements at December 31, 2011			
	Quoted Prices in Active Markets (Level 1)	Significant Other Observable Inputs (Level 2)	Significant Unobservable Inputs (Level 3)	Total
Mutual funds:				
Bond	$ 601,820	$ –	$ –	$ 601,820
Large cap	2,110,017	–	–	2,110,017
Mid cap	934,639	–	–	934,639
Small cap	1,495,544	–	–	1,495,544
International	588,945	–	–	588,945
Specialty	70,675	–	–	70,675
Blended	1,026,116	–	–	1,026,116
Money market funds	143,421	–	–	143,421
Guaranteed investment contracts	–	–	322,057	322,057
Total	$ 6,971,177	$ –	$ 322,057	$ 7,293,234

	Fair Value Measurements at December 31, 2010			
	Quoted Prices in Active Markets (Level 1)	Significant Other Observable Inputs (Level 2)	Significant Unobservable Inputs (Level 3)	Total
Mutual funds:				
Bond	$ 411,866	$ –	$ –	$ 411,866
Large cap	2,490,472	–	–	2,490,516
Mid cap	1,064,327	–	–	1,064,327
Small cap	1,230,181	–	–	1,230,181
International	810,990	–	–	810,990
Specialty	37,259	–	–	37,259
Blended	825,697	–	–	825,697
Money market funds	57,824	–	–	57,824
Guaranteed investment contracts	–	–	532,095	532,095
Total	$ 6,928,616	$ –	$ 532,095	$ 7,460,711

During the years ended December 31, 2011 and 2010 there were no investment transfers to or from Level 3.

4. FAIR VALUE MEASUREMENTS (continued)

The following table sets forth a summary of changes in the fair value of the Plan's level 3 assets for the year ended December 31, 2011:

	Guaranteed Interest Account
Balance, beginning of year	$ 532,095
Total gains included in Statement of Changes in Net Assets Available for Benefits	8,072
Purchases	42,995
Sales	(260,105)
Transfers in (out) of Level 3	–
Balance, end of year	$ 322,057
Changes in unrealized gains (losses) included in Statement of Changes in Net Assets Available for Benefits relating to positions still held	$ –

5. GUARANTEED INVESTMENT CONTRACTS WITH INSURANCE COMPANY

Fully Benefit-Responsive

The Plan holds a guaranteed investment contract with Transamerica Life Insurance Company ("Transamerica"). Transamerica maintains the contributions in a general account. The account is credited with earnings on the underlying investments and charged for participant withdrawals and administrative expenses. The guaranteed investment contract issuer is contractually obligated to repay principal and a specified interest rate that is guaranteed to the Plan. Participants may ordinarily withdraw or transfer all or a portion of their investment at contract value, and therefore this contract is considered to be fully benefit-responsive. Contract value is the relevant measurement attribute for that portion of the net assets available for benefits of a defined-contribution plan attributable to a fully benefit-responsive investment contract. The Plan Sponsor has determined that the contract value approximates its fair value, and accordingly, no adjustment for the difference between the contract value and fair value of the investment contract is included.

There are no reserves against contract value for credit risk of contract issuer or otherwise. The crediting interest rate is based on a formula agreed upon with the issuer, but it may not be less than 4.0%. Such interest rates are reviewed on a quarterly basis for resetting. The actual average yield and crediting interest rate was approximately 4.46% for the year

5. GUARANTEED INVESTMENT CONTRACTS WITH INSURANCE COMPANY (continued)

ended December 31, 2011. There is no guaranteed rate of return on future resets of this contract.

Non Fully Benefit Responsive

Additionally, the Plan holds guaranteed investment contracts with Nationwide Life Insurance Company ("Nationwide"). Nationwide maintains contributions to such contracts in general accounts. The accounts are credited with earnings on the underlying investments and charged for participant withdrawals and administrative expenses. The guaranteed investment contracts provide a guaranteed interest rate for various specified periods of time as determined, or allowed, by the Plan. The rate credited is the rate in effect on the day when each deposit is directed to the account. The contracts promise contract value for a benefit event. However, there is a possible market value adjustment when funds are withdrawn prior to their maturity, and thus, the guaranteed interest accounts are not considered to be fully benefit responsive. The contract is included in the accompanying financial statements at its estimated fair value.

There are no reserves against fair value for credit risk of the contract issuer or otherwise. The average yield and crediting interest rate for 2011 was 0.00% and there is no guaranteed rate of return on investments upon future resets.

6. TAX STATUS

The Plan has obtained its latest determination letter from the Internal Revenue Service dated March 31, 2008, as part of a volume submitter plan, in which the Internal Revenue Service stated that the Plan complied with the applicable requirements of the Internal Revenue Code. Although the Plan has been amended since receiving the determination letter, the Plan administrator believes that the Plan is designed and is currently being operated in accordance with the Internal Revenue Code.

Accounting principles generally accepted in the United States of America require plan management to evaluate tax positions taken by the plan and recognize a tax liability (or asset) if the organization has taken an uncertain position that more likely than not would not be sustained upon examination by the IRS. The plan administrator has analyzed the tax positions taken by the Plan, and has concluded that as of December 31, 2011, there are no uncertain positions taken or expected to be taken that would require recognition of the liability (or asset) or disclosure in the financial statements. The Plan is subject to routine audits by taxing jurisdictions and the Plan could be subject to income tax if certain issues were found by the IRS that could result in the disqualification of the Plan's tax-exempt status; however, there are currently no audits for any tax periods in progress.

6. TAX STATUS (continued)

During 2012, the Plan Sponsor determined that due to an administrative error, the Plan document had not been formally amended to revise the Plan's eligibility provisions to allow for immediate eligibility in connection with employer non-elective contributions made in connection with prevailing wage contribution obligations. Accordingly, such contributions were being made to the certain participants prior their eligibility date per the Plan document. The Plan Sponsor intends to amend the Plan document to correct this inconsistency and has engaged its ERISA counsel to file a Voluntary Correction Program submission with the Internal Revenue Service relating to this matter. The Plan Sponsor has agreed to pay all costs, and penalties, if any, relating to this matter and believes that this administrative error will not have any material effect on the Plan's financial statements or result in any adverse consequences to the Plan.

7. RISKS AND UNCERTANTIES

The Plan invests in various investment securities. Investment securities are exposed to various risks such as interest rate, market, and credit risks. Due to the level of risk associated with certain investment securities, it is at least reasonably possible that changes in the values of investment securities will occur in the near term and that such changes could materially affect participants' account balances and the amounts reported in the statement of net assets available for benefits.

SUPPLEMENTAL SCHEDULE

G2 SOFTWARE SYSTEMS, INC. RETIREMENT PLAN
SCHEDULE H, LINE 4i – SCHEDULE OF ASSETS
(HELD AT END OF YEAR)
December 31, 2011

(a)	(b) Identity of issue, borrower, lessor, or similar party	(c) Description of investment including maturity date, rate of interest, collateral, par or maturity value	(d) Cost	(e) Current Value
*	Nationwide Financial Services, Inc.	American Century Inflation Adjusted	**	$ 150,639
*	Nationwide Financial Services, Inc.	Invesco Small Cap Growth	**	91,300
*	Nationwide Financial Services, Inc.	American Funds Fundamental Investor R3	**	56,702
*	Nationwide Financial Services, Inc.	Baron Small Cap	**	66,588
*	Nationwide Financial Services, Inc.	Nationwide Inv Dest Mod Conservative Svc	**	325,289
*	Nationwide Financial Services, Inc.	Baron Asst	**	366,652
*	Nationwide Financial Services, Inc.	Baron Small Cap	**	44,051
*	Nationwide Financial Services, Inc.	Nationwide Inv Dest Aggressive Svc	**	87,173
*	Nationwide Financial Services, Inc.	Nationwide Inv Dest Conservative Svc	**	122,772
*	Nationwide Financial Services, Inc.	DFA One Year Fixed Income	**	45,354
*	Nationwide Financial Services, Inc.	Nationwide Inv Dest Mod Aggr Svc	**	300,714
*	Nationwide Financial Services, Inc.	Nationwide Inv Dest Mod Conservative Svc	**	28,326
*	Nationwide Financial Services, Inc.	Nationwide Inv Dest Mod Svc	**	60,317
*	Nationwide Financial Services, Inc.	Fidelity Advisors Balanced A	**	142,504
*	Nationwide Financial Services, Inc.	Nationwide Money Market Inst	**	143,421
*	Nationwide Financial Services, Inc.	Goldman Sachs Growth Opportunity A	**	219,618
*	Nationwide Financial Services, Inc.	Janus Twenty T	**	888,285
*	Nationwide Financial Services, Inc.	Lord Abbett Devl Growth A	**	18,095
*	Nationwide Financial Services, Inc.	NeuBer Genesis	**	1,205,140
*	Nationwide Financial Services, Inc.	NeuBer Large Cap Value	**	259,450
*	Nationwide Financial Services, Inc.	Nationwide Small Cap Index A	**	136,958
*	Nationwide Financial Services, Inc.	Nationwide S&P500 Index Svc	**	437,726
*	Nationwide Financial Services, Inc.	Nationwide Fund A	**	77,644
*	Nationwide Financial Services, Inc.	Prudential Jnisn Natural Resources A	**	67,766
*	Nationwide Financial Services, Inc.	Oppenheimer Global Strategy	**	159,307
*	Nationwide Financial Services, Inc.	RS Tech A	**	2,907
*	Nationwide Financial Services, Inc.	Wells Fargo Advisors Common Stock Inv	**	197,911
*	Nationwide Financial Services, Inc.	American Century Growth Inv	**	390,210
*	Nationwide Financial Services, Inc.	Thornberg Intl Value Inv	**	105,907
*	Nationwide Financial Services, Inc.	Franklin MSF Mutual Shares A	**	150,458
*	Nationwide Financial Services, Inc.	American Century ST Government Inv	**	179,932
*	Nationwide Financial Services, Inc.	Janus Balanced S	**	284,312
*	Nationwide Financial Services, Inc.	Janus Overseas S	**	157,749
*	Nationwide Life Insurance Co.	BOA Indexed Fund	**	151,912
*	Transamerica Life Insurance Co.	10% Flex Annuity	**	170,145
				7,293,234
*	Notes receivable from participants	Rates range from 4.25% to 8.25%		76,649
				$ 7,369,883

* Investment of a party-in-interest to the Plan as defined by ERISA

** Cost not required